

FILED

DEC 23 1982

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CERTIFICATE OF MERGER  
OF  
CRUCIBLE CENTER COMPANY  
INTO

*James C. Kinsley*  
SECRETARY OF STATE

CRUCIBLE INC

(Under the changed corporate name of Colt Industries Operating Corp)

\* \* \* \* \*

The undersigned corporation, organized and existing  
under and by virtue of the General Corporation Law of the State  
of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the name and state of incorporation of  
each of the constituent corporations of the merger are as follows:

NAME	STATE OF INCORPORATION
Crucible Center Company	Delaware
Crucible Inc	Delaware

SECOND: That an Agreement of Merger between the parties  
to the merger has been approved, adopted, certified, executed and  
acknowledged by each of the constituent corporations in accordance  
with the requirements of subsection (c) of section 251 of the  
General Corporation Law of the State of Delaware.

THIRD: The name of the surviving corporation of the  
merger is Crucible Inc, the name of which at the Effective Time  
of the Merger shall be and hereby is changed to "Colt Industries  
Operating Corp".

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FOURTH: That the following amendment in the Certificate of Incorporation of Crucible Inc, the surviving corporation, is to be effected by the merger:

Article FIRST of the Certificate of Incorporation of Crucible Inc shall be deleted and the following inserted in lieu thereof:

"FIRST: The name of the corporation is COLT INDUSTRIES OPERATING CORP".

As so amended, the Certificate of Incorporation of Crucible Inc as in effect immediately prior to the Effective Time of the Merger shall be and continue to be the Certificate of Incorporation of the surviving corporation.

FIFTH: That the executed Agreement of Merger is on file at the principal place of business of the surviving corporation. The address of the principal place of business of the surviving corporation is 430 Park Avenue, New York, New York 10022.

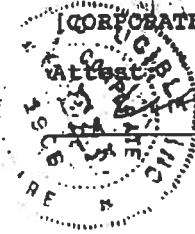
SIXTH: That a copy of the Agreement of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: This Certificate of Merger shall be effective at the close of business on December 31, 1982 (the "Effective Time of the Merger").

Dated: December 14, 1982

[CORPORATE SEAL]

CRUCIBLE INC



Secretary

By

President

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